

Schedule 2

Proposed Rejection Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

BIG LOTS, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 24-11967 (JKS)

(Jointly Administered)

Re: D.I. [●]

**ORDER (I) AUTHORIZING THE DEBTORS TO REJECT CERTAIN EXECUTORY
CONTRACTS AND/OR UNEXPIRED LEASES EFFECTIVE AS OF
FEBRUARY 28, 2025 AND (II) GRANTING RELATED RELIEF**

Upon the motion (the “**Motion**”)² of the above-captioned debtors and debtors in possession (the “**Debtors**”) for entry of an order: (a) authorizing the rejection of the Initial Leases, (b) authorizing and establishing the Rejection Procedures for (i) rejecting Contracts and Leases and (ii) abandoning personal property in connection with any rejected Contract or Lease, (c) authorizing and approving the Rejection Notice to affected Counterparties and (d) granting related relief, all as more fully set forth in the Motion; and the order of this Court approving the Motion on a final basis [D.I. 461]; and the filing of the notice of rejection (the “**Rejection Notice**”) by the Debtors [D.I. [●]]; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference of the United States District Court

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

for the District of Delaware, dated February 29, 2012; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and that this Court may enter an order consistent with Article III of the United States Constitution; and this Court having found that venue in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the notice of the Rejection Notice and of the opportunity to be heard at the hearing thereon were appropriate under the circumstances and that no other notice need be provided, except as set forth herein; and this Court having reviewed the Rejection Notice, and having heard the statements and argument in support of the relief requested at a hearing, if any, before this Court (the “**Hearing**”); and this Court having determined that the legal and factual bases set forth in the Rejection Notice and at any Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is **HEREBY ORDERED THAT:**

1. The Contract and Leases listed on **Schedule 1** attached hereto are hereby rejected as of February 28, 2025 (the “**Rejection Date**”).

2. Nothing herein shall prejudice the rights of the Debtors to argue that any of the Contracts or Leases were terminated prior to the Rejection Date; that any claim for damages arising from the rejection of any Contract is limited to the remedies available under the termination provision of such Contract; or that any such claim is an obligation of a third party and not that of the Debtors or their estates.

3. Nothing in this Order shall be deemed or construed as an approval of an assumption of any lease, sublease, or contract pursuant to section 365 of the Bankruptcy Code.

4. Notwithstanding the relief granted in this Order and any actions taken pursuant to such relief, nothing in this Order shall be deemed: (i) an admission as to the amount of, basis for,

or validity of any claim against the Debtors; (ii) a waiver of the Debtors' or any other party's right to dispute any claim; (iii) a promise or requirement to pay any particular claim; (iv) an admission that any particular claim is of a type described in the Motion; (v) an admission as to the validity, priority, enforceability, or perfection of any lien on, security interest in, or other encumbrance on property of the Debtors' estates; or (vi) a waiver of any claims or causes of action which may exist against any entity under the Bankruptcy Code or any other applicable law.

5. Notice of the Rejection Notice is deemed good and sufficient notice of the relief requested therein.

6. Notwithstanding Bankruptcy Rule 6004(h), this Order shall be effective and enforceable immediately upon its entry.

7. The Debtors are authorized to take all actions that are necessary and appropriate to effectuate the relief granted in this Order.

8. This Court retains jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Schedule 1

Schedule of Rejected Contracts and Leases

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
1	CSC Distribution LLC	Intelligrated Systems, LLC	Work Order	2855 Selma Hwy DC 870 Montgomery, AL 36108 USA	2/28/2025
2	Closeout Distribution, LLC	Intelligrated Systems, LLC	Work Order	50 Rauch Creek Rd DC 874 Tremont, PA 17981-1734 USA	2/28/2025
3	CSC Distribution LLC	Intelligrated Systems, LLC	Work Order	2855 Selma Highway DC 870 Montgomery, AL 36108-5035 USA	2/28/2025
4	Big Lots, Inc.	Intelligrated Systems, LLC	Work Order	50 Rauch Creek Rd DC 874 Tremont, PA 17981-1734 USA	2/28/2025
5	CSC Distribution LLC	Intelligrated Systems, LLC	Work Order	2855 Selma Highway DC 870 Montgomery, AL 36108-5035 USA	2/28/2025
6	Big Lots, Inc.	Intelligrated Systems, LLC	Work Order	1017 Long Prairie Road Flower Mound, TX 75022 USA	2/28/2025
7	CSC Distribution LLC	Intelligrated Systems, LLC	Work Order	2855 Selma Highway DC 870 Montgomery, AL 36108-5035 USA	2/28/2025
8	CSC Distribution LLC	Intelligrated Systems, LLC	Work Order	2855 Selma Highway DC 870 Montgomery, AL 36108-5035 USA	2/28/2025
9	CSC Distribution LLC	Intelligrated Systems, LLC	Work Order	2855 Selma Highway DC 870 Montgomery, AL 36108-5035 USA	2/28/2025
10	Big Lots, Inc.	Intelligrated Systems, LLC	Work Order	1017 Long Prairie Road Flower Mound, TX 75022 USA	2/28/2025
11	Big Lots, Inc.	Intelligrated Systems, LLC	Work Order	50 Rausch Creek Road Tremont, PA 17981 USA	2/28/2025
12	Big Lots, Inc.	Intelligrated Systems, LLC	Work Order	50 Rausch Creek Road Tremont, PA 17981 USA	2/28/2025
13	Big Lots, Inc.	Intelligrated Systems, LLC	Work Order	7901 Innovation Way Mason, OH 45040 USA	2/28/2025
14	CSC Distribution LLC	Intelligrated Systems, LLC	Work Order for Conveyor Equipment Modification	2855 Selma Highway DC 870 Montgomery, AL 36108-5035 USA	2/28/2025
15	Big Lots, Inc.	Intelligrated Systems, LLC	Work Order for Design and Installation of Conveyor Systems	7901 Innovation Way Mason, Ohio 45040 USA	2/28/2025
16	Big Lots, Inc.	Intelligrated Systems, LLC	Work Order for Equipment Supply and Installation	18880 Navajo Rd. Apple Valley, CA 92307 USA	2/28/2025
17	Big Lots, Inc.	Intelligrated Systems, LLC	Work Order for Installation and Engineering Services	7901 Innovation Way Mason, OH 45040 USA	2/28/2025

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
18	Big Lots, Inc.	Intelligrated Systems, LLC	Work Order for Installation of Sorter Chain	200 Phillipi Road Columbus, OH 43228 USA	2/28/2025
19	Closeout Distribution, LLC	Intelligrated Systems, LLC	Work Order for Specialty Foods Conveyor System	1017 Long Prairie Road Flower Mound, TX 75022 USA	2/28/2025
20	Big Lots, Inc.	Intelligrated Systems, LLC	Work Order for Technical Support Services	7901 Innovation Way Mason, Ohio 45040 USA	2/28/2025
21	Big Lots, Inc.	Intelligrated Systems, LLC	Work Order for Technical Support Services	1017 Long Prairie Road Flower Mound, TX 75022 USA	2/28/2025
22	Big Lots, Inc.	Intelligrated Systems, LLC	Work Order for Technical Support Services	7901 Innovation Way Mason, OH 45040 USA	2/28/2025
23	Big Lots, Inc.	Interface Security Systems, LLC	Confidentiality Agreement	8339 SOLUTIONS CENTER CHICAGO, IL 60677-8003 USA	2/28/2025
24	Big Lots, Inc.	International Business Machines Corp	Managed Maintenance Solution for Cisco Products Statement of Work	P.O. Box 12195 Raleigh, NC 28809-2195 USA	2/28/2025
25	Big Lots, Inc.	International Business Machines Corp.	Confidentiality Agreement	1 New Orchard Road Armonk, NY 10504 USA	2/28/2025
26	Big Lots, Inc.	International Business Machines Corporation	Attachment for Certain Microsoft Windows Embedded Operating Systems	13800 Diplomat Drive Dallas, TX 75234 USA	2/28/2025
27	Big Lots, Inc.	International Business Machines Corporation	Attachment for Sub-Capacity Licensing Terms	1 New Orchard Road Armonk, NY 10504 USA	2/28/2025
28	Big Lots, Inc.	International Business Machines Corporation	Attachment for Trial or Loan of Products	13800 Diplomat Dr. Dallas, TX 75234 USA	2/28/2025
29	Big Lots, Inc.	International Business Machines Corporation	Business Incentive Offering	5475 Rings Rd. Dublin, OH 43017 USA	2/28/2025
30	Big Lots, Inc.	International Business Machines Corporation	Business Incentive Offering	5475 Rings Rd. Dublin, OH 43017 USA	2/28/2025
31	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Custom Services / Project Change Request	5303 Fisher Rd Columbus, OH 43228 USA	2/28/2025
32	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Project Support Services	1177 Beltline Road Coppell, TX 75019 USA	2/28/2025
33	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Project Support Services / Project Change Request	300 Phitipi Road Columbus, OH 43228 USA	2/28/2025
34	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for ServiceElite	4111 Northside Pkwy. Atlanta, GA 30327 USA	2/28/2025

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
35	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for ServiceElite	1177 Beltline Rd. Coppell, TX 75019-0001 USA	2/28/2025
36	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for ServiceElite	1177 Beltline Rd. Coppell, TX 75019-0001 USA	2/28/2025
37	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for ServiceElite	PO Box 12195 Bldg 203 RTP, NC 27709 USA	2/28/2025
38	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	1177 Beltline Road Coppell, TX 75019 USA	2/28/2025
39	Big Lots Stores, LLC	International Business Machines Corporation	Change Authorization for Statement of Work	1177 Beltline Road Coppell, TX 75019 USA	2/28/2025
40	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	6455 Rings Road Columbus, OH 43229 USA	2/28/2025
41	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
42	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
43	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
44	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	PO Box 12195 Bldg 203 RTP, NC 27709 USA	2/28/2025
45	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
46	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Sta. 300 Columbus, OH 43017 USA	2/28/2025
47	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43228 USA	2/28/2025
48	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Suite 300 Columbus, OH 43017 USA	2/28/2025
49	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
50	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Suite 300 Columbus, OH 43017 USA	2/28/2025
51	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
52	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Suite 300 Columbus, OH 43017 USA	2/28/2025
53	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
54	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
55	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
56	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
57	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
58	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
59	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
60	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
61	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
62	Big Lots Stores, LLC	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
63	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
64	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
65	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
66	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
67	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
68	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	6455 Rings Road Columbus, OH USA	2/28/2025

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
69	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
70	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
71	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
72	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
73	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Aings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
74	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
75	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
76	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
77	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
78	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43228 USA	2/28/2025
79	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 49017 USA	2/28/2025
80	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	6475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
81	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
82	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
83	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
84	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road Dublin, OH 43017 USA	2/28/2025
85	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road Dublin, OH 43017 USA	2/28/2025

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
86	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road Dublin, OH 43017 USA	2/28/2025
87	Big Lots Stores, LLC	International Business Machines Corporation	Change Authorization for Statement of Work	B/O 1HO 5475 Rings Road Dublin, OH 43017 USA	2/28/2025
88	Consolidated Property Holdings, LLC	International Business Machines Corporation	Change Authorization for Statement of Work	B/O 1HO 5475 Rings Road Dublin, OH 43017 USA	2/28/2025
89	Consolidated Property Holdings, LLC	International Business Machines Corporation	Change Authorization for Statement of Work	B/O 1HO 5475 Rings Road Dublin, OH 43017 USA	2/28/2025
90	Consolidated Property Holdings, LLC	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road Columbus, OH 43228 USA	2/28/2025
91	Consolidated Property Holdings, LLC	International Business Machines Corporation	Change Authorization for Statement of Work	B/O 1HO Dublin, OH 43017 USA	2/28/2025
92	Consolidated Property Holdings, LLC	International Business Machines Corporation	Change Authorization for Statement of Work	B/O 1HO Dublin, OH 43017 USA	2/28/2025
93	Consolidated Property Holdings, LLC	International Business Machines Corporation	Change Authorization for Statement of Work	B/O 1HO 5475 Rings Road Dublin, OH 43017 USA	2/28/2025
94	Consolidated Property Holdings, LLC	International Business Machines Corporation	Change Authorization for Statement of Work	5476 Ringa Road Columbus, OH 43228 USA	2/28/2025
95	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
96	Big Lots, Inc.	International Business Machines Corporation	Change Authorization for Statement of Work for Next Generation Store Systems Deployment Services	5475 Rings Road, Ste. 300 Columbus, OH 43228 USA	2/28/2025
97	Big Lots, Inc.	International Business Machines Corporation	Confidentiality Agreement	1 New Orchard Road Armonk, NY 10504 USA	2/28/2025
98	Big Lots, Inc.	International Business Machines Corporation	Confidentiality Agreement	1 New Orchard Road Armonk, NY 10504 USA	2/28/2025
99	Big Lots, Inc.	International Business Machines Corporation	Consulting Services Agreement	1 New Orchard Road Armonk, NY 10504 USA	2/28/2025
100	Big Lots, Inc.	International Business Machines Corporation	Credit Offer Agreement	5455 Rings Rd., Suite 125 Dublin, Ohio 43017 USA	2/28/2025